

HARRIS BEACH ^{PLLC}
ATTORNEYS AT LAW

GOLDEN HILL LOCAL DEVELOPMENT CORPORATION
Attn.: Robert Sudlow, CEO
244 Fair Street
Kingston, NY 12401

File # **4000168 260723**
Inv # **1953188**
Atty TJ GARRY

JULY 17, 2012

Matter Name GENERAL CORPORATE MATTERS

CURRENT TOTAL DUE

\$15,995.07

PLEASE SEND REMITTANCE TO:
*Remember to include your file and invoice
number on all remittances.*

HARRIS BEACH PLLC
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The Omni
333 Earle Ovington Blvd, Suite 901
Uniondale, NY 11553
516-880-8484

TAX ID #: 84-1623836

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FOR PROFESSIONAL SERVICES RENDERED AND COSTS INCURRED AS FOLLOWS:

Matter Name: GENERAL CORPORATE MATTERS

<u>Date</u>	<u>Int</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/04/12	JSM	Participated in Conference Call with Deputy County Attorney regarding LDC procedural matters.	.30	75.00
04/11/12	JSM	Various Inter-office Conferences with Attorneys T. Garry; telephone conference with County Attorney.	.30	75.00
04/12/12	JSM	Participated in Conference Call with deputy county Attorney regarding LDC administrative matters; Various Inter-office Conferences with Attorney Shawn M. Griffin and T.G.	.50	125.00
04/18/12	JSM	Prepare for, travel to and attend GHLDC meeting in Kingston; Various conferences with County Attorney and board members.	3.00	750.00
04/20/12	HCP	Telephone conference with staff and LDC Director.	.50	132.50
05/01/12	JSM	Receipt and review of agreements; forward comments and questions to Asst County Attorney.	.40	100.00
05/02/12	JSM	Finalize and circulate agreements	.70	175.00
05/02/12	JSM	Travel to and attend GHLDC meeting in Kingston; advised client regarding various matters.	3.50	875.00
05/07/12	SMG	Review final organizational documents and comment on lease/leaseback and research property tax exemption.	3.00	750.00
05/08/12	JSM	Participated in Conference Call with Asst County Attorney regarding GHLDC matters, including D&O insurance and status of various agreements; advised regarding insurance and other transaction matters; Notes to File.	.70	175.00
05/11/12	JSM	Drafted form of Lease Agreement County-GHLDC with exclusive option; research deed and option matters; receipt and review of Res 266 of 2011; messages to C.Johnson.	3.80	950.00
05/14/12	JSM	Drafted revisions to Lease Agreement; drafted initial Leaseback Agreement; Participated in Conference Call with Attorney C Johnson regarding same; worked on various provisions per CJ comments.	4.50	1125.00

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<u>Date</u>	<u>Int</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
05/15/12	TJG	Review of documents and emails.	1.00	250.00
05/16/12	JSM	Prepare for, travel to and attend meeting in Kingston with GHLDC board; met with M&M to discuss various disposition matters; Notes to File.	3.50	875.00
05/17/12	JSM	Messages to/from M&M regarding document and data requirements; receipt and review of engagement letter from M&M.	1.30	325.00
05/18/12	JSM	Provide client with detailed comments to M&M engagement letter; lease and leaseback matters.	1.40	350.00
05/21/12	JSM	Worked on extensive revisions to leases; Various conferences with County Attorney's office; update and circulate documents to client for review.	4.00	1000.00
05/21/12	JSM	Draft form of purchase and sale agreement for client review; circulate with questions and issues outlined for client attention; Notes to File.	2.40	600.00
05/23/12	JSM	Travel to and attend GHLDC meeting; provide client with guidance; review Lease/Leaseback materials and provide guidance for M&M matters; Notes to File.	3.00	750.00
05/24/12	JSM	Drafted revisions to M&M engagement; drafted revisions to Lease and Leaseback per client comment; circulate documents; Participated in Conference Call with client working group regarding comments to documents.	2.90	725.00
05/24/12	TJG	Review of leaseback agreement and discussion with Jennifer Miller.	1.50	375.00
05/25/12	JSM	Revise drafts of lease and leaseback per client comments and circulate to legislative counsel; finalize and circulate M&M engagement with markup.	1.70	425.00
05/29/12	JSM	Finalize M&M engagement.	1.00	250.00
05/31/12	JSM	Receipt and review of RFP language and comments from working group.	1.20	300.00

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<u>Date</u>	<u>Int</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
06/05/12	JSM	Prepare for meeting with client; receipt and review of various materials from client, including marketing materials; drafted resolutions for leases and marketing; receipt and review of FOIL request; research FOIL; drafted form of FOIL response; Notes to File.	4.30	1075.00
06/06/12	JSM	Prepare for, travel to and attend GHLDC meeting in Kingston; advised client regarding various issues; secure authorization for Lease/Leaseback and Marketing documents; Various conferences with Attorney C Johnson; Notes to File.	6.00	1500.00
06/07/12	JSM	Prepare memoranda of leases; prep TP and RP forms for recording; work with client on execution matters; research County Law, N-PCL and County Charter regarding execution of lease documents; Various conferences with Attorney C Johnson; Notes to File.	2.00	500.00
06/18/12	JSM	Participated in Conference Call with client team to discuss status of marketing and other open items, including budget and employment agreement; P&S agreement matters; assist in securing M&M agreement and P&S agreement modifications from M&M sourced agreement; Notes to File.	1.00	250.00
06/19/12	JSM	Participated in Conference Call with JJ Hanson regarding GHLDC budget and proposed agreement for secretarial services; forward financing budget spreadsheet to JJ Hanson; Various Inter-office Conferences with Attorney J Steele regarding Independent contractor requirements; receipt and review of research; forward research with message to Attorney C Johnson; Notes to File.	1.70	425.00
06/19/12	JDS	Conference with Justin Miller regarding Independent Contractor issue; Reviewed template IC agreement and New York Unemployment Insurance IC factor test/list.	.40	78.00

SERVICES RENDERED

\$15,360.50

COSTS

Travel Expense - JUSTIN S.
MILLER

66.17

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Travel Expense - JUSTIN S. MILLER	66.17
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Luncheon Expense - JUSTIN S. MILLER 6/6/12 TRAVEL TO GHLDC	6.12
Travel Expense / Mileage - JUSTIN S. MILLER 6/6/12 TRAVEL TO GHLDC	61.61
Travel Expense / Tolls & Parking - JUSTIN S. MILLER 6/6/12 TRAVEL TO GHLDC	4.56
Recording Fees - ULSTER COUNTY CLERK	210.00
Photocopies	44.40
Document Impression	43.20

CURRENT INVOICE TOTAL

634.57

\$15,995.07

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SERVICE AND COST SUMMARY

<u>Professional</u>	<u>Rate</u>	<u>Hours</u>	<u>Value</u>
GARRY, TJ	250.00	2.50	\$625.00
GRIFFIN, SM	250.00	3.00	\$750.00
MILLER, JS	250.00	55.10	\$13,775.00
PATRICK, HC	265.00	0.50	\$132.50
STEELE, JD	195.00	0.40	\$78.00
SERVICES		61.50	\$15,360.50
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COSTS			<u>\$634.57</u>
CURRENT INVOICE TOTAL			<u>\$15,995.07</u>